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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2009

Open to Public Inspection

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2009 calendar year, or tax year beginning and ending

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	Please use IRS label or print or type See Specific Instructions	C Name of organization		D Employer identification number
		FRIENDS OF ROCKING HORSE CENTER		20-8724751
		Doing Business As		
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite		E Telephone number
		651 SOUTH LIMESTONE STREET		937-324-1111
		City or town, state or country, and ZIP + 4		G Gross receipts \$ 227,195.
		SPRINGFIELD, OH 45505		H(a) Is this a group return for affiliates? ☐ Yes ☒ No
		F Name and address of principal officer: PETER GUS GEIL		H(b) Are all affiliates included? ☐ Yes ☐ No
		SAME AS C ABOVE		If "No," attach a list. (see instructions)
I Tax-exempt status ☒ 501(c) (3) (insert no.) ☐ 4947(a)(1) or ☐ 527				
J Website: WWW.ROCKINGHORSECENTER.ORG				
K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶				
L Year of formation: 2007 M State of legal domicile: OH				

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: TO RAISE HEALTHY FAMILIES IN A CARING COMMUNITY THROUGH SUPPORT OF ROCKING HORSE COMMUNITY HEALTH		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	7	
	4 Number of independent voting members of the governing body (Part VI, line 1b)	7	
	5 Total number of employees (Part V, line 2a)	0	
	6 Total number of volunteers (estimate if necessary)	0	
	7a Total gross unrelated business revenue from Part VIII, column (C), line 12	0.	
b Net unrelated business taxable income from Form 990-T, line 34	0.		
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 1,000.	Current Year 75.
	9 Program service revenue (Part VIII, line 2g)		
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	15,439.	-69,229.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 10d)		
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	16,439.	-69,154.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
	14 Benefits paid to or for members (Part IX, column (A), line 4)		
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
	16a Professional fundraising fees (Part IX, column (A), line 11e)		
	b Total fundraising expenses (Part IX, column (D), line 25) ▶		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	15,322.	6,003.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	15,322.	6,003.
19 Revenue less expenses. Subtract line 18 from line 12	1,117.	-75,157.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 995,037.	End of Year 1,077,950.
	21 Total liabilities (Part X, line 26)		
	22 Net assets or fund balances. Subtract line 21 from line 20	995,037.	1,077,950.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
Sign Here	Signature of Officer		Date 7/26/2010	
	PETER GUS GEIL, CHAIRMAN Type or print name and title			
Paid Preparer's Use Only	Preparer's signature	Date 07/08/10	Check if self-employed ☐	Preparer's identifying number (see instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4	CLARK, SCHAEFER, HACKETT & CO. 2525 N. LIMESTONE STREET SPRINGFIELD, OH 45503		
	EIN ▶	Phone no. ▶ 937-399-2000		

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

932001 02-04-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

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SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

SCANNED AUG 27 2010

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Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:
**TO RAISE HEALTHY FAMILIES IN A CARING COMMUNITIY THROUGH SUPPORT OF
 ROCKING HORSE COMMUNITY HEALTH CENTER.**

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 0. including grants of \$ 0.) (Revenue \$ 0.)
**RAISING HEALTHY FAMILIES IN A CARING COMMUNITIY THROUGH SUPPORT OF
 ROCKING HORSE COMMUNITY HEALTH CENTER.**

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ► \$

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 Is the organization's answer to any of the following questions "Yes"? <i>If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>		X
• Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		
• Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		
• Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		
• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		
• Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		
• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? <i>If "Yes," complete Schedule D, Part X</i>		
12 Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	X	
12A Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Part I</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20 Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		X

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Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties, (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable.	0	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	0	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions).		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entry Regarding Prohibited Tax Shelter Transaction?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
7g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
7h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		

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Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body	7	
b Enter the number of voting members that are independent	7	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	X	
5 Did the organization become aware during the year of a material diversion of the organization's assets?		X
6 Does the organization have members or stockholders?		X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?		X
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11A Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done		X
13 Does the organization have a written whistleblower policy?		X
14 Does the organization have a written document retention and destruction policy?		X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official		X
b Other officers or key employees of the organization		X
If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **OH**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **►**
SHONDA WALLACE - 937-324-1111
651 SOUTH LIMESTONE STREET, SPRINGFIELD, OH 45505

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees, highest compensated employees; and former such persons.

☒ Check this box if the organization did not compensate any current officer, director, or trustee.

[illegible]

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	75.				
	g Noncash contributions included in lines 1a-1f \$						
h Total. Add lines 1a-1f			75.				
Program Service Revenue			Business Code				
	2 a						
	b						
	c						
	d						
	e						
	f All other program service revenue						
g Total. Add lines 2a-2f							
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			31,913.			31,913.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross Rents	(i) Real	(ii) Personal				
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		195,207.					
	b Less: cost or other basis and sales expenses						
		296,349.					
	c Gain or (loss)						
		-101,142.					
	d Net gain or (loss)			-101,142.	-101,142.		
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18						
	a						
	b Less: direct expenses						
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19							
a							
b Less: direct expenses							
c Net income or (loss) from gaming activities							
10 a Gross sales of inventory, less returns and allowances							
a							
b Less: cost of goods sold							
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue			Business Code				
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions.				-69,154.	-101,142.	0.	31,913.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21				
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a BANK FEES	6,003.		6,003.	
b				
c				
d				
e				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	6,003.	0.	6,003.	0.
26 Joint costs. Check here ☐ if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	70,081.	2	50,459.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment - cost or other basis. Complete Part VI of Schedule D	10a		
	b Less: accumulated depreciation	10b	10c	
	11 Investments - publicly traded securities	924,956.	11	1,027,491.
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	995,037.	16	1,077,950.	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities. Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0.	26	0.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets	-6,463.	28	76,450.
	29 Permanently restricted net assets	1,001,500.	29	1,001,500.
	Organizations that do not follow SFAS 117, check here ☐ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	995,037.	33	1,077,950.
34 Total liabilities and net assets/fund balances	995,037.	34	1,077,950.	

Form 990 (2009)

Part XI Financial Statements and Reporting

	Yes	No
1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
b Were the organization's financial statements audited by an independent accountant?	X	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.		

Form 990 (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

FRIENDS OF ROCKING HORSE CENTER

Employer identification number

20-8724751

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 ☐ A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**.
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")			1000000.	1,000.	75.	1001075.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3			1000000.	1,000.	75.	1001075.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						1001075.

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4			1000000.	1,000.	75.	1001075.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources			65,678.	15,439.	31,913.	113,030.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						1114105.
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	89.85	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15		%
16a 33 1/3% support test - 2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			☒
b 33 1/3% support test - 2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			☐
17a 10% -facts-and-circumstances test - 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization			☐
b 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization			☐
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			☐

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

b 33 1/3% support tests - 2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Schedule D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

- Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11, or 12.
► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

FRIENDS OF ROCKING HORSE CENTER

Employer identification number
20-8724751

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☐ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or pleasure)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► _____

4 Number of states where property subject to conservation easement is located ► _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition
 b ☐ Scholarly research
 c ☐ Preservation for future generations
 d ☐ Loan or exchange programs
 e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets

to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

- c Beginning balance
 d Additions during the year
 e Distributions during the year
 f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	995,037.	1,365,158.			
b Contributions	75.	1,000.			
c Net investment earnings, gains, and losses	88,841.	-295,799.			
d Grants or scholarships					
e Other expenditures for facilities and programs	6,003.	60,000.			
f Administrative expenses		15,322.			
g End of year balance	1,077,950.	995,037.			

2 Provide the estimated percentage of the year end balance held as:

- a Board designated or quasi-endowment ☐ _____ %
 b Permanent endowment ☒ 100.00 %
 c Term endowment ☐ _____ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
 (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c))

0.

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	-69,154.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	6,003.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-75,157.
4	Net unrealized gains (losses) on investments	4	158,070.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net). Add lines 4 through 8	9	158,070.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	82,913.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	-69,154.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	-69,154.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	-69,154.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	6,003.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	6,003.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	6,003.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b, Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

FRIENDS OF ROCKING HORSE CENTER

Employer identification number
20-8724751

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

CENTER.

FORM 990, PART VI, SECTION A, LINE 4: FRIENDS OF ROCKING HORSE CENTER, INC., (THE "ORGANIZATION") MADE SIGNIFICANT CHANGES TO ITS ARTICLES OF ORGANIZATION AND CODE OF REGULATIONS (ATTACHED) DURING DECEMBER 2009 IN ORDER TO ALIGN ITS GOVERNING DOCUMENTS WITH ITS OPERATING STRUCTURE. CONSISTENT WITH THE REVISED DOCUMENTS, THE ORGANIZATION NOW OPERATES AS A TYPE I SUPPORTING ORGANIZATION COMPRISED OF A SOLE MEMBER, THE ROCKING HORSE CHILDREN'S HEALTH CENTER, INC., WHICH IS THE SUPPORTED ORGANIZATION. THE ROCKING HORSE CHILDREN'S HEALTH CENTER, INC. IS A PUBLIC CHARITY RECOGNIZED AS EXEMPT FROM TAXATION UNDER 501(C)(3). THE ROCKING HORSE CHILDREN'S HEALTH CENTER, INC. CONTROLS THE ORGANIZATION'S BOARD. THE ORGANIZATION WILL CORRESPOND WITH THE EXEMPT ORGANIZATIONS DIVISION OF THE INTERNAL REVENUE SERVICE IN ORDER TO CHANGE THE ORGANIZATION'S REASON FOR NON-PRIVATE FOUNDATION STATUS FROM PUBLICLY SUPPORTED TO TYPE I SUPPORTING ORGANIZATION.

FORM 990, PART VI, SECTION B, LINE 11: THE ORGANIZATION'S BOARD OF TRUSTEES REVIEWS THE 990 BEFORE SUBMISSION.

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST OF THE ORGANIZATION.

FORM 990, PART XI, LINE 2C

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

FRIENDS OF ROCKING HORSE CENTER

Employer identification number
20-8724751

THE AUDIT COMMITTEE OF THE RELATED ENTITY, ROCKING HORSE CHILDREN'S
HEALTH CENTER, SELECTS AN INDEPENDENT ACCOUNTING FIRM TO CONDUCT THE
AUDIT OF THE FINANCIAL STATEMENTS AND PROVIDES OVERSIGHT FOR THE WORK
THAT IS CONDUCTED. THIS REPRESENTS NO CHANGE IN THE PROCESS FROM
PROCEDURES CONDUCTED IN PRIOR PERIODS.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**

Type or print	Name of Exempt Organization	Employer identification number
	FRIENDS OF ROCKING HORSE CENTER	20-8724751
	Number, street, and room or suite no. If a P O box, see instructions	
	651 SOUTH LIMESTONE STREET	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SPRINGFIELD, OH 45505	

Check type of return to be filed (file a separate application for each return)

- | | | |
|--|--|------------------------------------|
| ☒ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☐ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

SHONDA WALLACE

- The books are in the care of ► **651 SOUTH LIMESTONE STREET - SPRINGFIELD, OH 45505**
Telephone No ► **937-324-1111** FAX No ► _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2009** or
► ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ N/A

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)

CLARK, SCHAEFER, HACKETT & CO.
2525 North Limestone Street
Suite 103
Springfield, OH 45503 31-0800053

**AMENDED AND RESTATED
CODE OF REGULATIONS
OF
FRIENDS OF ROCKING HORSE CENTER**

ARTICLE 1. MEMBERSHIP, PURPOSE, AND COMPLIANCE WITH THE LAW

Section 1.1 *Member.* The sole member of Friends of Rocking Horse Center (the "Corporation") shall be Rocking Horse Children's Health Center (the "Member"), which is an Ohio nonprofit corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

Section 1.2 *Membership Rights.* The Member shall have all the rights and privileges granted to a voting member under Chapter 1702 of the Ohio Revised Code and other applicable Ohio law.

Section 1.3 *Purpose.* This Corporation is formed for the following purposes:

- (a) To engage in activities which are exclusively for charitable, scientific, literary, and educational purposes in order that the Corporation shall be exempt from taxes pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code");
- (b) The specific charitable, educational and scientific purposes for which the Corporation is organized and for which it shall be operated are to assist Rocking Horse Children's Health Center as requested, in furtherance of its mission of providing comprehensive health care for patients from Springfield and Clark County, Ohio regardless of their ability to pay.

Section 1.4 *Compliance With The Law.*

- (a) The Corporation shall operate in accordance with all applicable local, state, and federal statutes and regulations pertaining to activities related to its purpose.
- (b) The Corporation shall operate as a nonprofit corporation with charitable intent, conforming to the guidelines set forth in Section 501(c)(3) of the Code. Specifically, the Corporation shall operate as a Type I Supporting Organization as described in Section 509(a)(3)(B)(i) of the Code, exclusively for the benefit of The Rocking Horse Children's Health Center.

ARTICLE 2. MEETINGS OF THE MEMBERSHIP

Section 2.1 *Meetings.* An annual meeting of the Member for the approval and appointment of Trustees, the consideration of reports, and such other business as may be brought before the meeting shall be held annually at such time and place as determined by the Member.

Any special meetings of the Member may be called by the President, a majority of the Board, or the Member.

Section 2.2 *Notice of Meetings.* Written notice of any meeting of the Member shall be given not more than 60 days nor less than 10 days before the day upon which the meeting is to be held, by serving the notice personally to the Member or by mailing the same to the address of the Member as last shown upon the records of the Corporation or by electronic mail transmission. Except as otherwise required by applicable Ohio law, no publication of any notice of any meeting of the Member or statement of the purposes of such meeting shall be required.

Section 2.3 *Waiver of Notice.* The Member may, either before or after any meeting, waive any notice required to be given by law or under this Code of Regulations. Any waiver of notice must be in writing and filed with or entered upon the records of the Corporation.

Section 2.4 *Place of Meetings.* The annual and all other meetings of the Member shall be held at such places as may from time to time be designated by the Member. If another place has not been so designated, all meetings shall be held at the principal office of the Member.

Section 2.5 *Action Without Meeting.* Any action which may be authorized or taken at a meeting of the Member may be taken without a meeting if evidenced by a writing signed by the Member. Any such writing shall be filed with or entered upon the records of the Corporation.

Section 2.6 *Voting.* The Member shall exercise its right to vote at any meeting or to consent to any action without a meeting through any of its officers, unless before such vote is taken or consent is given the governing board of the Member provides a certified copy of a resolution stating that such authority is vested in some other person. At any meeting of the Member, the Member may be represented at such meeting and execute such consents or waivers, and exercise any of its other rights by proxy or proxies appointed by a writing signed by its executive board.

ARTICLE 3. BOARD OF TRUSTEES

Section 3.1 *General Powers.* Except for the powers reserved to the Member pursuant to Section 3.2, the powers of the Corporation shall be exercised, its business and affairs conducted, and its property managed under the direction of the Board, except as otherwise provided by applicable Ohio law, the Articles of Incorporation, or this Code of Regulations.

Section 3.2 *Reserved Powers.* Notwithstanding anything to the contrary in this Code of Regulations, the following major decisions shall require the approval of the Member in addition to the affirmative action of the Board.

- (a) Adoption of the Corporation's annual budget.
- (b) Expenditures for (i) non-budgeted items in excess of certain dollar limits set from time to time by the Member and (ii) items which are included in the Corporation's

annual budgets but which exceed the budgeted amount by an amount in excess of certain dollar limits set from time to time by the Member.

- (c) Incurrence, assumption or guarantee of any indebtedness if following the incurrence, assumption, or guarantee of such indebtedness the aggregate amount of all outstanding indebtedness incurred, assumed or guaranteed by the Corporation which has not been previously approved by the Member exceeds certain dollar limits set from time to time by the Member.
- (d) Execution of any contract that calls for the Corporation to expend a sum in excess of certain dollar limits set from time to time by the Member or to provide services with a value in excess of certain dollar limits set from time to time by the Member.
- (e) Appointment of the Corporation's President.
- (f) Appointment of the Corporation's auditors and/or accountants if such auditor and/or accountant would be different than the auditor and/or accountant appointed by the Member for its own affairs.
- (g) Adoption of the Corporation's long-range plans and management objectives, including the execution of any agreement with consortiums, alliances, etc.
- (h) Subject to any provision contained in the Articles of Incorporation, sale, lease, or other disposition of any real or personal property of the Corporation with a value in excess of certain dollar limits to be set from time to time by the Member.
- (i) Sale, release, dissolution, transfer, exchange, or other disposition of any organization (or of all or substantially all of the assets of such organization) controlled by the Corporation if after such sale, release, dissolution, transfer, exchange, or other disposition, such organization (or all or substantially all of the assets of such organization) would no longer be controlled by the Corporation.
- (j) Adoption and amendment of the Corporation's Code of Regulations.
- (k) Amendment of the Corporation's Articles of Incorporation.

Section 3.3 Composition of the Board.

- (a) The Board shall consist of not less than five (5) nor more than nine (9) voting members (each such person, a "Trustee"). Subject to the limitation on the authorized number of Trustees, the specific number of Trustees may be fixed or changed by resolution adopted by the Member at any meeting.
- (b) Two (2) of the members of the Board shall be members of the Board of Trustees of the Member, and shall be appointed by the Member.

- (c) The remaining Trustees shall be elected by the Board pursuant to the provisions of Section 3.4, subject to approval by the Member.
- (d) Trustees shall be individuals who have demonstrated an interest in providing medical care for the uninsured and low-income residents of Clark County, and who have expertise in local government, finance, healthcare, banking, legal affairs, trade unions, commerce, industry, social services, or community affairs.
- (e) No Trustee shall be an employee of the Corporation or of the Member, or the spouse, child, parent, brother, sister, by blood or marriage, of an employee of the Corporation or of the Member.
- (f) Trustees may not serve as paid staff of the Corporation or the Member until one (1) year after their term has expired or one (1) year after their resignation from the Board. By the same token, employees of the Corporation and employees of the Member may not serve as members of the Board until one (1) year after they have vacated their position with the Corporation or the Member.
- (g) The CEO of Rocking Horse Children's Health Center shall be an ex-officio, non-voting member of the Board.

Section 3.4 Nomination.

- (a) No Trustee may be elected until approved by the Member.
- (b) A slate of candidates shall be selected by the Board and submitted to the Member for approval pursuant to the following procedure:
 - (1) The President of the Board shall appoint three (3) Trustees to serve as members of the Nominating Committee. Such appointment shall take place no later than sixty (60) days prior to the Annual Meeting of the Board.
 - (2) At the Annual Meeting of the Board, the Nominating Committee shall submit names of candidates to the Board for consideration. In addition, nominations may be made by any Board Member.
 - (3) A slate of Trustees shall be selected from the nominees by majority vote of the Board and submitted to the Member for approval.
 - (4) The Member may approve or decline to approve any recommended Trustee individually, and need not accept or decline the entire slate. Such action by the Member may be effectuated by a resolution of the Board of Trustees of the Member with or without a meeting.

- (5) Immediately upon approval by the Member, each approved Trustee shall be deemed elected by the Board.

Section 3.5 Term. The term of office of a Trustee shall be three (3) years. Trustees may not serve for more than three (3) consecutive terms. After serving three (3) consecutive terms, Trustees may not be re-nominated/elected to serve on the Board for a period of one (1) year. Any Trustee who serves for an initial term of less than three (3) years shall be eligible to serve for three (3) additional consecutive three (3) year terms.

Terms shall be staggered in order to ensure that the Board will not be without experienced Trustees at any time.

Section 3.6 Resignations. Any Trustee may resign at any time by giving written notice to the President. A resignation shall take effect at the time specified therein, and, unless otherwise specified therein, shall become effective upon delivery. The acceptance of any resignation shall not be necessary to make it effective unless so specified in the resignation. Any Trustee who is absent from two (2) regularly scheduled meetings per year without excuse satisfactory to the Board shall be deemed to have resigned his/her position of Trustee. The President shall promptly notify the Member of the resignation of any Trustee.

Section 3.7 Removal.

- (a) A Trustee may be removed, with or without cause, at any time, by the affirmative vote of two-thirds (2/3) of all of the Trustees. Notwithstanding the foregoing, the Trustees may not remove any Trustee appointed by the Member pursuant to Section 3.3(b).
- (b) Any Trustee may be removed, with or without cause, at any time by the Member.

Section 3.8 Vacancies. In the event of a vacancy, the remaining Trustees, though less than a majority of the authorized number of Trustees, may, by a vote of the majority of their number, elect additional Trustees to fill vacancies as may be needed from time to time. Such election shall be subject to the approval of the Member as outlined in Section 3.4(b)(4). Any Trustee elected by the Board to fill a vacancy shall serve for the remaining term of the vacant office. Notwithstanding the foregoing, the Member shall have the right to fill any vacancy with respect to the two appointed Trustee positions pursuant to Section 3.3(b).

Section 3.9 Compensation. No Trustee shall receive any compensation for his/her services as Trustee.

ARTICLE 4. MEETINGS OF THE BOARD

Section 4.1 Quarterly Meetings. A quarterly meeting of the Board, for the transaction of such business as may be brought before the meeting, shall be held on the second Thursday of each May, August, November, and February, or on such other dates as determined by the Board.

Section 4.2 Place of Meeting and Electronic Meetings. Unless another place is designated by the Board, the place of all meetings shall be the principal office of the Corporation. However, any meeting may be held by telephone or through other Authorized Communications Equipment (as defined below).

Section 4.3 Notice of Meeting. Written notice of the time and place of each meeting of the Board shall be given to each Trustee either by personal delivery, or by mail, telegram, telecopy, or electronic mail transmission at least two days before each meeting. The notice of a meeting does not have to state the purposes of the meeting. Notwithstanding the foregoing, notice shall not be required for any regularly scheduled quarterly meeting as set forth in Section 4.1.

Section 4.4 Waiver of Notice. Any Trustee may, either before or after any meeting, waive any notice required to be given by applicable Ohio law or under this Code of Regulations. Any waiver of notice must be in writing and filed with or entered upon the records of the Corporation. However, the attendance of a Trustee at any meeting without protesting the lack of proper notice prior or at the commencement of the meeting shall constitute waiver of notice by such Trustee.

Section 4.5 Quorum. Except as otherwise provided in this Code of Regulations, a majority of the Trustees shall be present in person at any meeting of the Board in order to constitute a quorum for the transaction of business at such meeting. If the meeting is held by telephone or through other Authorized Communications Equipment, then a Trustee's participation in such meeting shall constitute attendance in person at such meeting.

Section 4.6 Adjourned Meeting. In the absence of a quorum at any meeting of the Board, a majority of the Trustees present may adjourn the meeting from time to time until a quorum shall be present. Notice of any adjourned meeting need not be given if the time and place to which it is adjourned are fixed and announced at such meeting. At any adjourned meeting at which a quorum may be present, any business may be transacted which might have been transacted at the meeting as originally called.

Section 4.7 Manner of Acting. Except as otherwise provided in this Code of Regulations or by the Corporation's Articles of Incorporation, the act of the majority of the Trustees present at any meeting of the Board at which a quorum is present shall be the act of the Board. Trustees may not vote by proxy.

Section 4.8 Action Without Meeting. Any action which may be authorized or taken at a meeting of the Board may be taken without a meeting if authorized by a writing signed by each of the Trustees. Any such writing shall be filed with or entered upon the records of the Corporation.

Section 4.9 Authorized Communications Equipment. Authorized Communications Equipment may be used for the purposes of giving notice of meetings or any other notice, attending and participating in meetings, providing a copy of any document or written materials, and voting. "Authorized Communications Equipment" means equipment that provides a

transmission, including by telephone, telecopy, or any electronic means, from which it can be determined that the transmission was authorized by, and accurately reflects the intention of, the person involved. If such equipment is being used for the purpose of attending and participating in a meeting, such equipment must allow all persons participating in a meeting to contemporaneously communicate with each other.

ARTICLE 5. COMMITTEES

Section 5.1 Establishing Committees. The Board may, by resolution, designate one or more committees, each of which shall consist of not less than three Trustees. Each committee designated by the Board shall have and exercise the authority of the Board to the extent provided in such resolution. The designation of such committees and the delegation thereto of such authority shall not operate to relieve the Board, or any individual Trustee, of any responsibility imposed by law. Each committee shall serve at the pleasure of the Board and shall be subject to the control and direction of the Board.

Section 5.2 Manner of Acting. Unless otherwise provided in this Code of Regulations or unless otherwise ordered by the Board, any such committee shall act by a majority of all of its members at a meeting at such place or through electronic communication as permitted under applicable Ohio law or by a writing or writings signed by all of its members. All committees of the Board shall prepare and file minutes of all meetings with the Secretary to be filed with or entered upon the records of the Corporation.

Section 5.3 Authority. A committee is authorized to take any action or transact any business specifically delegated by the Board. If a committee is delegated complete authority to take a specific action or to transact a specific business matter by the Board, any such action or business transaction of the committee pursuant to the delegation of authority shall be as effective for all purposes as an act or business transaction by the Board.

Section 5.4 Chair; Term. Unless otherwise specified by the Board, the chair of each committee shall be appointed by the Board. Unless otherwise specified by the Board, appointment to a committee shall be for a period of one year.

Section 5.5 Executive Committee. The officers of the Corporation shall constitute the membership of the Executive Committee. Two-thirds (2/3) of the members of the Executive Committee shall constitute a quorum for the transaction of business. The act of a majority at a meeting where a quorum is present shall be considered the act of the Executive Committee. Only the Executive Committee shall be authorized to act on behalf of the Board. The Executive Committee shall meet as frequently as is determined necessary and shall act for the Corporation in all matters during the interim periods between meetings of the Board. It shall prepare and file minutes of all meetings with the Secretary to be filed with or entered upon the records of the Corporation.

ARTICLE 6. OFFICERS

Section 6.1 Officers. The officers of the Corporation shall be a President, Secretary, and Treasurer, and such other officers or assistant officers as the Board may from time to time deem necessary (collectively, the "Officers"). The offices of Secretary and Treasurer may be combined.

Section 6.2 Election of Officers. All Officers shall be elected at the annual meeting of the Board. Elections shall be by secret ballot or nominees shall be absent from the room during the voting process. Pursuant to Section 3.2(e), the election to the office of President shall not take effect until approved by the Member.

Section 6.3 Term. All Officers shall be elected to a term of one (1) year, or until a successor is duly elected. No person may serve more than five (5) consecutive terms in the same office.

Section 6.4 Resignation. Any Officer may resign at any time by giving written notice to the President or Secretary. A resignation shall take effect at the time specified therein, and, unless otherwise specified therein, shall become effective upon delivery. The acceptance of such resignation shall not be necessary to make it effective unless so specified in the resignation. The President or Secretary shall promptly notify the Member of any such resignation.

Section 6.5 Removal. Any Officer may be removed by the Board, with or without cause, at any time by the affirmative vote of the majority of the Trustees then in office. Any Officer may be removed by the Member, with or without cause, at any time. Any removal of an Officer shall be without prejudice to the contract rights, if any, of such person.

Section 6.6 Vacancy. If any office becomes vacant, the Board shall elect a person to fill the office for the unexpired term.

Section 6.7 President. The President shall serve as chair of all Board meetings. In general, the President shall coordinate the work of the Board and its committees while maintaining a close working relationship with the Member.

Section 6.8 Secretary. The Secretary shall take or cause to be taken minutes of all meetings of the Board. The Secretary shall be the custodian of all records and reports of the Board. The Secretary shall undertake the duties and responsibilities set forth in this Code of Regulations. The Secretary shall have such other authorities and duties as may be delegated from time to time by the Board or the President. The Secretary shall promptly provide to the Member notice of any resignations, vacancies, and/or elections of officers, copies of all minutes of committee and/or Board meetings, and copies of all written Board actions taken without a meeting.

Section 6.9 Treasurer. The Treasurer shall have supervision of all funds of the Corporation. The Treasurer shall undertake the duties and responsibilities set forth in this Code

of Regulations. The Treasurer shall have such other authorities and duties as may be delegated from time to time by the Board or the President.

Section 6.10 Authorized Officers. Upon approval by the Board, each of the Officers, jointly or any one of them individually, shall have the authority to sign, execute, and deliver in the name of the Corporation any deed, mortgage, bond, instrument, agreement, or other document evidencing any transaction authorized by the Board, except where the signing or execution thereof shall have been expressly delegated to another officer or person on the behalf of the Corporation.

ARTICLE 7. CONFLICT OF INTEREST

Section 7.1 Purpose. The purpose of this Article 7 (the “Conflict of Interest Policy”) is to protect the Corporation’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or Trustee of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

Section 7.2 Definitions

- (a) Interested Person. Any trustee, officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- (b) Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - i. An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;
 - ii. A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
 - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 7.3(b), a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 7.3 Procedures

(a) Duty to Disclose

In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and be given the opportunity to disclose all material facts to the trustees and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

(b) Determining Whether a Conflict of Interest Exists

After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, the Interested Person shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

(c) Procedures for Addressing the Conflict of Interest

- i. An Interested Person may make a presentation at the governing board or committee meeting, but after the presentation, the Interested Person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- iii. After exercising due diligence, the governing board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested trustees whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, the governing board shall make its decision as to whether to enter into the transaction or arrangement.

ARTICLE 8. INDEMNIFICATION

Section 8.1 Right to Indemnification and Payment of Expenses. The Corporation shall indemnify and shall pay the expenses of any person described in, and entitled to indemnification or payment of expenses under, the provisions of Chapter 1702 of the Ohio Revised Code as such chapter may be altered or amended from time to time and to the full extent permitted thereby.

Section 8.2 Purchase of Insurance. The Corporation may purchase and maintain insurance, or furnish similar protection, including, but not limited to, trust funds, letters of credit, or self-insurance, for or on behalf of any person who is or was a Trustee, officer, employee, agent, or volunteer of the Corporation, or is or was serving at the request of the Corporation as a trustee, director, officer, employee, agent or volunteer of another domestic or foreign, nonprofit corporation or corporation for profit, or a partnership, joint venture, trust or other enterprise, against any liability asserted against her and incurred by her in any such capacity, or arising out of her status as such, whether or not the Foundation would have the power to indemnify her against such liability under this Article 8. Insurance may be so purchased from or maintained with a person in which the Corporation has a financial interest, provided that the material facts of the interest are known or disclosed to the Board of Trustees, and the Board of Trustees in good faith authorizes the purchase by the affirmative vote of a majority of disinterested Trustees.

Section 8.3 Rights not Exclusive. The indemnification provided in this Article 8 shall not be deemed exclusive of other rights to which those seeking indemnification may be entitled under the Articles of Incorporation of the Corporation, this Code of Regulations, any agreement, any insurance purchased by the Corporation, a vote of the Board of Trustees of the Corporation or otherwise, and shall continue as to a person who has ceased to be a Corporation, officer, employee, agent or volunteer of the Corporation and shall inure to the benefit of heirs, executors and administrators of such person; provided, however, there shall be no duplicative payments by the Corporation on behalf of any person.

Section 8.4 Volunteer Defined. For purposes of this Article 8, the term "volunteer" shall have the same meaning as provided in Section 1702.01(M) of the Ohio Revised Code, or any successor provision thereto.

Section 8.5 Discretionary Indemnification. Each request or case of or on behalf of any person other than a Trustee, Officer, or volunteer, who is or may be entitled to indemnification shall be reviewed by the Board, and indemnification of such person shall be authorized by the Board only if it is determined by the Board that indemnification is proper in the specific case.

Section 8.6 Indemnification Only in Accordance with Law. Notwithstanding anything to the contrary in this Article 8, no person shall be indemnified to the extent, if any, it is ultimately determined by a court of competent jurisdiction that indemnification is contrary to applicable Ohio law.

Section 8.7 Contractual Rights; Applicability. The right to be indemnified or to the advancement or reimbursement of expenses (i) is a contract right based upon good and valuable consideration, pursuant to which the person entitled thereto may sue as if these provisions were

set forth in a separate written contract between such person and the Corporation; (ii) is and is intended to be retroactive and shall be available as to events occurring prior to the adoption of these provisions; and (iii) shall continue after any rescission or restrictive modification of such provisions as to events occurring prior thereto.

Section 8.8 Insurance. The Corporation may purchase and maintain such insurance on behalf of any person who is or at any time has been a Trustee, Officer, volunteer, employee or other agent of or in a similar capacity with the Corporation, or who is or at any time has been, at the direction or request of the Corporation, a Trustee, Officer, volunteer, administrator, manager, employee, member, advisor or other agent of or fiduciary for any other corporation, partnership, trust, venture or other entity or enterprise including any employee benefit plan against any liability asserted against and incurred by such person.

ARTICLE 9. MISCELLANEOUS

Section 9.1 Dissolution. Subject to any limitations imposed by the Internal Revenue Code of 1986 or the Corporation's Articles of Incorporation, upon the dissolution of the Corporation, any assets remaining shall be conveyed to the Member.

Section 9.2 Fiscal Year. The fiscal year of the Corporation shall coincide with the calendar year.

Section 9.3 Annual Financial Report. The annual financial report shall be examined and audited by a certified public accountant.

Section 9.4 Amendments. The Member shall have the right to amend the Code of Regulations and/or the Articles of Incorporation by resolution of the Board of Trustees of the Member. The Board of the Corporation, upon a two-thirds (2/3) majority vote of its Trustees, may recommend an amendment to the Code of Regulations and/or the Articles of Incorporation to the Member; however, no action taken by the Board of Trustees of the Corporation to amend the Code of Regulations and/or the Articles of Incorporation shall take effect until approved by the Member.

Pursuant to Section XII of the prior Code of Regulations, which permitted the Board of Trustees to adopt a new Code of Regulations at a duly called meeting, the above Amended and Restated Code of Regulations of Friends of Rocking Horse Center was adopted by the Board of Trustees on December 9, 2009.

By:



P. Gus Geil, President